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LAW OFFICES

M. DANIEL HUGHES

PROFESSIONAL ASSOCIATION

3000 NORTH FEDERAL HIGHWAY

BUILDING TWO, SUITE 200

FORT LAUDERDALE, FLORIDA 33306

TELEPHONE (954) 566-3390

TELECOPIER (954) 563-2546

OF COUNSEL

KEVIN M. LYONS

CARL G. SANTANGELO

MEMBER OF
FLORIDA AND GEORGIA BAR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 29 AM 8:51

FILED

VIA FEDERAL EXPRESS

September 27, 2000

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*****78.75 *****78.75

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: 2R INCORPORATED

Dear Sir:

Enclosed please find Articles of Incorporation of 2R Incorporated, together with check in the amount of \$78.75, representing:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles	<u>\$ 8.75</u>
TOTAL:	\$78.75

Please return a certified copy of the Articles of Incorporation at your earliest convenience.

Very truly yours,



M. DANIEL HUGHES

MDH:fsj
Enclosures

F. CHESNEY OCT 3 2000

ARTICLES OF INCORPORATION
OF
2R INCORPORATED

FILED
00 SEP 29 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Corporation Act of the State of Florida, does hereby certify and adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation is: **2R INCORPORATED.**

ARTICLE II: TERM

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is when this document is received by the Secretary of State.

ARTICLE III: PURPOSE

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV: ADDRESS

The street address of the principal office of the corporation is: **13201 SHERIDAN STREET, FORT LAUDERDALE, FLORIDA 33330.**

ARTICLE V: DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is: **TWO**

(2). The names and addresses of the Directors who will serve on the initial Board of Directors are:

RICHARD H. PESTRICHELLI
13201 SHERIDAN STREET
FORT LAUDERDALE, FL 33330

President/Treasurer

RICHARD B. MARKS
13201 SHERIDAN STREET
FORT LAUDERDALE, FL 33330

Secretary

ARTICLE VI: INCORPORATOR

The name and address of the initial incorporator is: **RICHARD B. MARKS, 13201 Sheridan Street, Fort Lauderdale, FL 33330.**

ARTICLE VII: BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Shareholders.

ARTICLE VIII: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

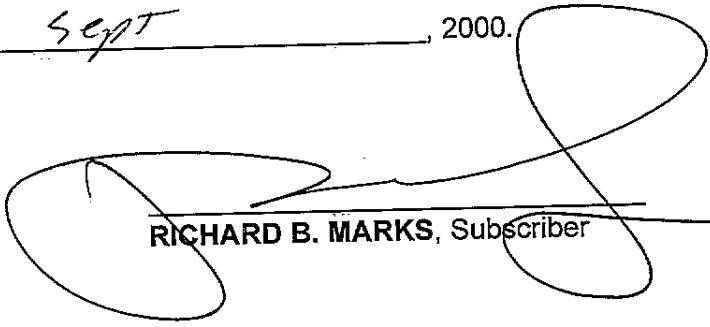
ARTICLE IX: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is: ONE THOUSAND (1,000) at One Dollar (\$1.00) par value, per share.

ARTICLE X: INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal to these Articles of Incorporation, this 27 day of SEPT, 2000.

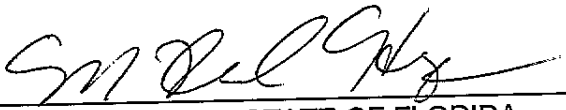


RICHARD B. MARKS, Subscriber

STATE OF FLORIDA)
)SS.:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27 day of Sept, 2000, by **RICHARD B. MARKS**, to be known to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of September, 2000.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.A.:

2R INCORPORATED, organized under the laws of the State of Florida, with its principal
office at **13201 Sheridan Street, Fort Lauderdale, FL 33330** has named **M. DANIEL HUGHES**
as its Agent to accept service of process.

NEWLY ELECTED OFFICERS:

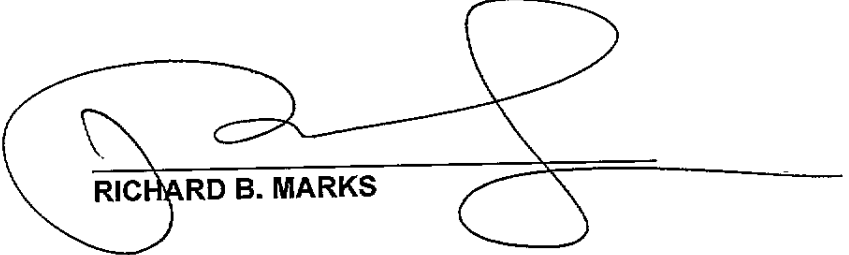
RICHARD H. PESTRICHELLI - President/Treasurer

RICHARD B. MARKS - Secretary

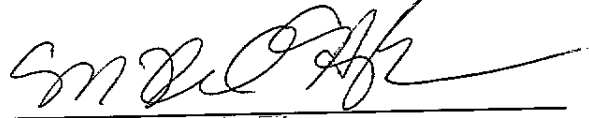
ADDRESS:

**13201 SHERIDAN STREET
FORT LAUDERDALE, FL 33330**

**13201 SHERIDAN STREET
FORT LAUDERDALE, FL 33330**


RICHARD B. MARKS

I agree, as Registered Agent, to accept service of process, to keep office open during
prescribed hours, to post my name in some conspicuous place in office as required by law.


M. DANIEL HUGHES

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 29 AM 8:51

FILED